

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

WILLIAM ROWLAND  
ACQUISITION CORP.,

Plaintiff,

v.

GLOBAL FOOD AND  
INGREDIENTS, LTD., et al.,

Defendants.

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Civil Action No. 24-471-RGA

**MEMORANDUM ORDER**

The Magistrate Judge issued a report and recommendation. (D.I. 37). Defendant Maxim filed objections (D.I. 37), to which Plaintiff responded (D.I. 50).

Plaintiff essentially makes four objections. I review them de novo.

Before I review them, however, I need to consider whether I have jurisdiction.

The amended complaint alleges three Delaware law claims. The complaint states that it is based on diversity jurisdiction and that the amount in controversy exceeds \$75,000. (D.I. 18, ¶ 8). Plaintiff alleges it is a Delaware corporation. (*Id.*, ¶ 9). There are four defendants. Plaintiff alleges that one of them is a Canadian corporation, two of them were officers of the Canadian corporation, and the fourth one – Maxim – is a New York limited liability company. (*Id.*, ¶¶ 10-13). There is no allegation about the citizenship of the two individuals. There is no allegation about who the members of Maxim are, and therefore there are no allegations about the citizenship of Maxim's members. The fact that Maxim is a New York LLC is irrelevant to determining what its citizenship is.

Thus, the allegations of the amended complaint do not allege diversity of citizenship. *See* 28 U.S.C. § 1332(a).

Thus, the case is DISMISSED without prejudice.

IT IS SO ORDERED this 1<sup>st</sup> day of October 2025.

/s/ Richard G. Andrews  
United States District Judge